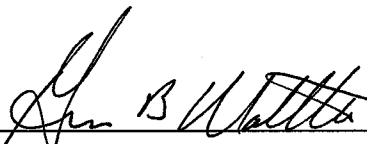


AFFIRMATIVE DEFENSES

1. Defendant pleads the affirmative defense of failure of consideration.
2. Defendant pleads the affirmative defense of unclean hands.
3. Defendant pleads the affirmative defense of lack of consideration.
4. Defendant pleads the affirmative defense of non-delivery.
5. Defendant pleads the Plaintiff's own breach caused by Plaintiff's negligent performance of its work.
6. Defendant pleads any other matter constituting an avoidance or affirmative defense.


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CERTIFICATE OF SERVICE

I hereby certify that I have on this the 20th day of December served a copy of the above and foregoing upon all counsel of record in this cause by using the CM/ECF system and/or U.S. Mail which will send notification of such filing to the following:

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